Topic	Questions and Answers
Admin Cost Allowance	Q: Regarding allowable admin costs, what direction does AB 1484 give regarding the uses of these funds?
	A: AB 1484 does add some clarification on administrative costs and provides additional flexibility that should be of benefit to SAs. HSC Section 34171(b) lists a variety of expenses that are excluded from being charged against the administrative cost allowance, and clarifies that bond proceeds and revenue sources other than property tax can be used to supplement the administrative allowance.
	Q: Can the hiring of outside counsel for the oversight board (OB) be treated as a new enforceable obligation (EO) and not part of the administrative cost allowance (ACA)?
	A: AB 1484 is not entirely clear on this issue, however HSC Section 34177.3 (b) does allow the SA to create new EOs "to conduct the work of winding down the redevelopment agency, including hiring staff, acquiring necessary professional administrative services and legal counsel, and procuring insurance". If an OB believes that this is an appropriate item to include on the ROPS then a reasonable argument can be made that it should be listed, subject to review and approval by the DOF.
	Q: Are new enforceable obligations created by the successor agency pursuant to Section 34171(b) considered administrative costs?
	A: It is important that the OB review what is included in the new administrative cost allowance and compare it to the new obligations that the SA is proposing (e.g. legal counsel or appraisers). A good argument can be made that many of these costs should not be included as part of the administrative cost allowance, however the law is not entirely clear on that matter.
	Q: If the oversight board (OB) retains its own consultants or attorneys (as authorized in AB 1484), how do these expenses get paid? Is it applied against the SA's admin budget, or are OB consultants and attorneys a separate line item on the ROPS?
	A: A reasonable argument can be made that these costs should be listed as a separate line item on the ROPS, since they can be considered as a cost of winding down the agency pursuant to HSC Section 34177.3(b). However, AB 1484 is not clear on this issue. Hopefully the DOF will address this issue in a future FAQ.
	Q: What source of funds will be used to pay for accountant services?
	A: This is a responsibility of the SA, however a good argument can be made that these costs should be listed on the ROPS as an enforceable obligation (EO) pursuant to HSC Section 34177.3(b), which allows a SA to create new EOs "to conduct the work of winding down the redevelopment agency".

Topic	Questions and Answers
	Q: Who pays for Due Diligence Review (DDR) audit? Can the City make a loan to the SA to pay for the audit and include it on the ROPS separate from the admin cost allowance (ACA)?
AUP/DDR/FOC	A: The law is unclear about whether audit expenses can be covered outside of the ACA, however a case could be made that these are necessary costs of winding down the RDA and can be listed on the ROPS as an enforceable obligation, pursuant to HSC Section 34177.3(b). There is also a provision in AB 1484 that allows the city to loan money to the SA for the purposes of winding down the affairs of the SA (HSC Section 34173(h)). Conducting an audit for the purposes of identifying cash balances to distribute to the ATEs would likely qualify as an act of winding down the RDA.  Q: Will the county be releasing a list of preapproved firms to complete the Due Diligence Review (DDR)? Is it OK for the SA to use the same auditor that completed the AUP? Can this cost be added to the ROPS? The DOF has indicated they will not allow amendments to the ROPS for Jun-Dec 2012, how should this be handled?
	A: The SA can select their own audit firm, but the firm must be approved by the A-C. The same firm that completed the AUP can be used for the DDR. The A-C sent out a memo to SAs on July 19 advising them on the process for getting a CPA firm approved for the DDR. A reasonable argument can be made that audit expenses can be included on the ROPS separate from the ACA as a required cost of winding down the agency. AB 1484 does contain provisions that allow cities to advance funds and be repaid for legitimate activities that are required under the law (HSC Section 34173(h)). Under this scenario a city could advance the necessary funds and then include the expenditure on the ROPS. Another option might be to use bond proceeds or other non-RPTTF resources to pay for these expenditures, though some RDAs and their legal counsel have taken a strict interpretation that an item must first be listed on the ROPS in order to be paid. Given the current lack of guidance on this issue, the best course of action for now would most likely be to have the city advance the funds.  Q: SAs have already received a demand for payment, how does that
	A: The demand for payment was the true-up for ROPS 1, which is separate from the DDR and cash balance processes.
	Q: SA staff stated that the DDR cannot be done at this time since procedures have not yet been issued. Are they right?
	A: AB 1484 contains the steps that need to be done to complete the DDR, pursuant to HSC Section 34179.5. The DOF may eventually provide further guidance or refinement of the process, but in the meantime SAs should be moving forward with the DDR process as outlined in the legislation.  Q: Can the AUP audit performed by the A-C be used as a substitute for the
	DDR?
	A: No, these are distinctly different processes.

Topic	Questions and Answers
	Q: What is the relationship between the "Accountant" and the OB?
	A: The DDR accountant conducts the audit, which is then submitted to the OB for approval and then to the DOF for a final determination. The OB plays no role in the accountant selection process, but OBs will have to approve funding for the accountant if the amounts appear on the ROPS.
	Q: If a SA is behind in completing its annual financial audit and it doesn't appear that it will be completed soon, does the oversight board (OB) have the authority to require that the audit be completed and delivered to the OB for review?
	A: If the audit in question is for the prior fiscal year (FY2010-11) it should have been completed by now; if is not, the OB should direct to SA to complete the audit as soon as possible. HSC Section 34179(c) states that, "the oversight board may direct the staff of the successor agency to perform work in furtherance of the oversight board's duties and responsibilities under this part". Therefore, if an audit is required for the OB to fulfill its duties then it has the authority to direct the SA to complete the work. If the SA doesn't have the funds to complete the audit then that is a different issue.  Q: When will the final DDR guidelines be available?
	A: The language contained in AB 1484 is the final guideline, as far as we know.  Q: What is the date that the FOC needs to be done?
	A: There is no definitive date for issuing a "Finding of Completion." The DOF must issue the FOC no later than 5 business days after the department receives notice from the A-C that all unencumbered balances owed to taxing entities (as determined by the DOF-approved DDR) have been paid, pursuant to HSC Section 34179.7. The SA has five business days to transmit payment to the A-C once the DOF makes its final determinations. If a SA disputes the DOF findings then the issuing of a FOC would need to be delayed to provide time to complete the required meet and confer process.
	Q: Is the Due Diligence Review (DDR) / Finding of Completion (FOC) discretionary, and if so who has that discretion?
	A: HSC Section 34179.5(a) clearly states that the SA "shall" complete the DDR, which means that this is a requirement under AB 1484. The DDR must be approved by the DOF in order for a FOC be issued by the DOF. This impacts the ability of a SA to retain dissolved RDA assets, spend bond proceeds issued prior to January 1, 2011, and reinstate loan agreements between the city and RDA recognized as an enforceable obligation. Once the DDR is complete there are a number of remedies that the DOF can seek if the SA is unable to pay amounts owed to the ATEs.  Q: What would happen if auditors refuse to perform the DDR audit due to
	time constraints or a lack of guidance?
	A: There should be many accounting firms available that are willing to perform the DDR audit.

Topic	Questions and Answers
	Q: Does the OB need to approve the A-C approved auditor?
	A: No, the SA selects the auditor, subject to approval by the county A-C.  Q: If the value of a housing or non-housing asset is required to be reported in the Due Diligence Review (DDR), is it also required that the appraisers be approved by the oversight board (OB), given that the auditor must retain expert consultants for valuation? Are there allowances for any potential timing issues?
	A: Nothing in the DDR provisions of AB 1484 require that the OB approve the accounting firm to be used for the DDR; this firm is selected by the SA with the approval of the county A-C. There are also no provisions for any of the timing difficulties and deadlines faced by SAs. Physical assets may be valued at purchase cost or at any recently estimated market value, as outlined in HSC Section 34179.5(c)(5)(C). The OB does not have to participate in the selection of an appraiser, except in certain instances where a city may wish to retain assets for future redevelopment activities funded with its own funds, pursuant to HSC Section 34180(f)(2).
Bonds	Q: For bonds that were sold after January 1, 2011 but the proceeds were spent prior to June 29, 2011, what is counted as an unencumbered asset? The amount of proceeds received from the sale, or the amount (if any) remaining as of June 29, 2011?
	A: There is no clear answer to this question since this is a complex situation. If the bond funds have been spent it is uncertain how this gets recaptured, since this is not a scenario specifically addressed by the legislation. It may depend on the DDR review for each bond and what is contained in the bond covenants, and also whether the payments were to private parties that would be adversely affected by any modifications. This most likely would have to be reviewed on a case-by-case basis, as there are many factors to consider.
	Q: Can validation acts be requested on non-bond obligations?
	A: While AB 1484 does not specifically define what can be subject to validation acts, HSC Section 34189.2 indicates that a validation action involving any enforceable obligation (EO) or matter of title to an asset that belonged to a redevelopment agency needs to be properly filed, and both the Controller and the DOF must be noticed and actions shall be filed in the County of Sacramento. Furthermore, HSC Section 34177.5(e) provides that any challenges to the incurrence of indebtedness, amendment of an enforceable obligation, or the execution of a financing agreement shall be brought within 30 days after the date on which the OB approves the resolution of the SA.  Q: Where in AB 1484 does it say that post January 1, 2011 bonds have to be defeased?
	A: SAs will need to consult with their attorneys and bond counsel, as each bond obligation is unique and will be guided by the bond covenants itself. Please refer to HSC Section 34191.4 for further guidance.

Topic	Questions and Answers
	Q: Are there specific issue related to bonds issued after January 2011?
Housing	A: Bond Proceeds related to bonds issued after January 2011 would be added to the cash balance of the SA and would be subject to being swept. The DDR process will identify restricted versus unrestricted assets, and the individual bond covenants will have to be reviewed to determine how the revenues from each bond are to be handled. Some bonds may have to go through a defeasing process.  Q: What if a low income housing project was acquired with RDA funds and
Housing	the rehab was done with HUD/HOME funds? Are the income proceeds split or does it all go to the SA (including lease unit monthly payments)?
	A: The SA should review the documents on the HUD/HOME funds grant and what is required in terms of revenue sharing, as there are likely requirements that were established as part of the grant.
	Q: Is the 20% Low- and Moderate-Income Housing Fund (LMIHF) set-aside adjustment only for November 2011 through January 2012, or does it also include July and August of 2011?
	A: The LMIHF adjustment goes back to the effective date of ABx1 26, which is June 28, 2011. HSC Section 34163(c)(4) states that an agency shall not have the authority to amend or modify existing agreements, obligations, or commitments with any entity, for any purpose, including, "making any future deposits into the Low and Moderate Income Housing Fund created pursuant to HSC Section 33334.3". However, if a portion of these housing funds are dedicated to paying housing bonds or an enforceable obligation then it may require further investigation before proceeding with an adjustment.  Q: Should SAs and OBs be reversing 20% Low- and Moderate-Income
	Housing Fund (LMIHF) set-aside deposits that may have been made from November 2011 to January 2012?
	A: The legislation is not entirely clear on this issue. The DOF notified the A-C that there was no obligation to make these deposits for November 2011, December 2011, and January 2012. Accordingly, SAs may have the authority to reverse these deposits. Keep in mind that there could be instances where prior obligations exist that require the dedication of a portion of these housing deposits for some RDAs, which should be factored into any decision on reversing these housing deposits. For example, covenants on housing bonds may require the annual pledge of housing set-aside funds for bond repayments.
Loan Agreements	Q: How will funds remain available for any reinstated City/RDA loan agreements (per a Finding of Completion), if those funds are swept as a result of the Due Diligence Review (DDR)? Wouldn't the DDR result in the sweeping of funds previously set aside for city/RDA loans?
	A: Repayment of city loans must come from future RPTTF funds from fiscal year 2013/14 and beyond (HSC Section 34191.4(b)(2)(A)) and therefore uses a different source of funds.

Topic	Questions and Answers
	Q: Does the DOF need to approve the recertification of loan agreements between the SA and City?
	A: Yes.
	Q: Given the legislative history with regard to loans between the City and SA it seems likely that cities would be hesitant to advance funds to the SA for the Due Diligence Review (DDR). Are there other options?
	A: It is unclear what funding will be available to SAs to complete the DDR given the ambiguities contained in AB 1484. However, HSC Section 34173(h) does allow cities to advance funds and be repaid for wind-down activities that are required under the law.
	Q: Are loan agreements prior to January 1, 2011 in which proceeds are lent from the former RDA to the City valid? If not, how will those proceeds be recaptured for distribution to the Affected Taxing Entities (ATEs)?
	A: Once you have completed the DDR and have been issued a FOC, the law provides for a process where loan agreements between the RDA and the City can become an enforceable obligation upon approval of the OB and the DOF, provided that the loans were for legitimate redevelopment purposes, pursuant to HSC Section 34191.4(b)(1). Repayment of City loans cannot be made until after the 2013/14 fiscal year (HSC Section 34191.4(b)(2)(A)), which means that SAs will have to wait until at least ROPS 4 to begin repayment of City loans. It should be noted that ABx1 26 barred RDAs from making new loans, pursuant to HSC Sections 34163(a) and 34177.3(d), which means that loans made after June 27, 2011 cannot be treated as an enforceable obligation, with the exception of loans made by the City to the RDA for wind-down purposes (HSC Section 34173(h)).
LRPMP	Q: Can a successor agency (SA) dispose of RDA properties prior to the creation of a Long-Range Property Management Plan (LRPMP)? If the oversight board (OB) has already approved such a disposition but the transaction has not been completed, what should be done at that point? Should the OB stop the process?
	A: The law is clear that any disposal of properties is to be suspended until after a LRPMP is approved by the DOF, with the exception of housing asset transfers and possibly governmental use properties. There is some ambiguity whether governmental use assets are subject to this suspension, however government use properties are narrowly defined in HSC Section 34181(a) and therefore have limited applicability. With the exception of housing asset transfers, any disposition or transfer of assets prior to completion of the LRPMP should be carefully scrutinized by the OB. The LRPMP cannot be completed until after a Finding of Completion (FOC) has been issued by the DOF, which means that SAs should probably avoid moving forward with any non-housing asset transfers at this time.

Topic	Questions and Answers
	Q: What other approval process is there for the governmental use properties? Is there a separate deadline for this other process?
	A: No, government use properties do not have separate deadlines. HSC Section 34191.3 contains what might be considered an exception regarding transfers for governmental use properties, though the precise meaning of this section is unclear.
	Q: Can the Successor Agency (SA) transfer property for governmental purposes before the Finding of Completion (FOC) is issued by the DOF?
	A: This issue is unclear. HSC Section 34191.5(c)(2)(C), states that "property shall not be transferred to a successor agency, city, county, or city and county, unless the long-range property management plan has been approved by the oversight board and the Department of Finance", while Section 34191.3 states that the disposal of assets and properties as outlined in Sections 34177(e) and 34181(a) are suspended pending approval of the Long-Range Property Management Plan (LRPMP), with the exception of transfers of governmental use properties. It should be noted that the governmental use exception applies to a limited group of assets that were constructed and used for a governmental purpose, and whose transfer is pursuant to an existing contract that was in place prior to ABx1 26.
	Q: Can a Successor Agency (SA) sell an asset prior to establishing a Long- Range Property Management Plan (LRPMP)?
	A: No, assets cannot be sold prior to creation of a LRPMP and approval by the DOF.
	Q: For the Long-Range Property Management Plan (LRPMP), will a boiler plate form be provided to each city or an example provided?
	A: The DOF has not released a template, but it's certainly possible that the DOF could provide some guidance in the future when the LRPMP process is set to begin.
Oversight Board	Q: If a member of the Oversight Board (OB) is also an employee of the Successor Agency (SA) is this considered a conflict of interest under any State or County statutes?
	A: No. AB 1484 provides clarification under HSC Section 34179(a)(7) which states, "in voting to approve a contract as an enforceable obligation, a member appointed pursuant to this paragraph shall not be deemed to be interested in the contract by virtue of being an employee of the successor agency or community for purposes of Section 1090 of the Government Code".
Public Meetings	Q: Is the DDR hearing a true public hearing or is it a noticed public meeting?
	A: The legislation states that the "review and approval [of the DDR] shall occur in public sessions". See HSC Section 34179.6(c).

Topic	Questions and Answers
	Q: Isn't there a 10 day notice required for a public hearing?
	A: Under AB 1484 there is a ten day public meeting (not public hearing) notice required for the Long-Range Property Management Plan (LRPMP) (HSC Section 34181(f)) and a five day public comment session notice required for the Due Diligence Review (DDR) (HSC Section 34179.6(b)).  Q: Is the public review process of the Due Diligence Review (DDR) different than the regular Oversight Board (OB) meeting's public comment session? Are there additional noticing requirements, such as publication
	in a newspaper?
	A: Yes, the DDR public review process is different, but AB 1484 does not require public meeting comment sessions to be noticed in a newspaper. HSC Section 34179.6(b) states that a public comments session is to take place at least five business days before the vote of the OB on the DDR. It would be a good idea to agendize this as a public comment period for the DDR separate from the general public comment period for other OB meetings.
	Q: Is there enough time for a notice of public hearing? Is the Successor Agency (SA) responsible for scheduling the hearing?
	A: No public hearing is required, but rather a public comment session. Based on the deadlines listed in AB 1484 there should be enough time to provide notice of public meetings, though the schedule is tight for the Housing Due Diligence Review in October. If the SA is providing administrative support to the Oversight Board then they are responsible for scheduling all meetings.  Q: Can approval of the DDR be done the same day as the public comment
	session?
	A: No. HSC Section 34179.6(b) states that, "upon receipt of the review, the oversight board shall convene a public comment session to take place at least five business days before the oversight board holds the approval vote specified in subdivision (c)."
	Q: Is the public review process of the DDR different than the regular OB meeting's public comment session? Are there additional noticing requirements, such as publication in a newspaper?
	A: There is nothing in AB 1484 that requires noticing public meetings in a newspaper. HSC Section 34179.6(b) states only that a public comments session is to take place at least five business days before the vote of the OB. It would be a good idea to agendize this as a public comment period for the DDR separate from the general public comment period.
ROPS	Q: If DOF does not approve ROPS 3 what happens then?
	A: The DOF has final decision-making authority in deciding whether an item listed on a ROPS is an enforceable obligation, and their decisions trump those made by the OB and A-C. However, there is a 'meet and confer' process available to SAs if they wish to dispute a DOF determination, as outlined in HSC Section 34177(m).

Topic	Questions and Answers
	Q: Who transmits the Oversight Board (OB) approved ROPS?
	A: The entity that provides administrative support to the OB transmits the ROPS, which is usually the Successor Agency.
	Q: After receiving a Finding of Completion (FOC) and retaining an RDA asset, can a Successor Agency (SA) continue to list the financial obligations that go with that asset on ROPS and continue to receive RPTTF?
	A: This is an issue that needs to be addressed as part of the Long-Range Property Management Plan (LRPMP), which will be addressed in more detail in a future training session. It is unlikely that the LRPMP will be completed prior to approval of ROPS 3 and ROPS 4, therefore any expenses related to maintaining an asset should continue to be listed as an enforceable obligation on the ROPS until the LRPMP has been completed.
	Q: On a previous ROPS the DOF required that the funding source for certain items be changed to non-RPTTF resources, including costs related to maintaining assets prior to disposition. If AB 1484 now defines these items an enforceable obligation (EO), can we now list them on ROPS 3 as a EO without any further administrative approval by the DOF?
	A: Everything on the ROPS has to be approved by the DOF, including the funding source. ABx1 26 requires that the funding source be identified for each enforceable obligation; furthermore, HSC Section 34177(l)(1)(E) states that RPTTF funds can be used, "but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation or by the provisions of this part". That means that the SA is required to exhaust all other available funding sources before using RPTTF. In this instance, the DOF may have believed that there were other funding sources available to pay the obligations. Before taking action to approve the use of RPTTF as the funding source for EOs the OB may want to first verify with the SA whether there are other funding sources available.
	Q: Some Oversight Boards, at the urging of their Successor Agency (SA), continue to place previously rejected items on the new ROPS because "it doesn't hurt." Is there a negative consequence to this type of action?
	A: HSC Section 34178(a) states that a SA cannot "restore funding for an enforceable obligation that was deleted or reduced by the Department of Finance". The DOF has instructed agencies that are requesting "reconsideration of previously denied obligations" to include them on ROPS 3. These obligations should be identified in the Notes page of the submitted ROPS, including a reference to any correspondence and supporting documentation provided to the DOF.
	Q: Are there penalties for missing submission dates?
	A: Yes, cities would pay substantial penalties as outlined in HSC Section 34177(m)(2) if submittal deadlines are not met by the Successor Agency.

Topic	Questions and Answers
	Q: Will the A-C commit to providing any comments on ROPS in advance of Oversight Board (OB) review, or at least advise the OB that it has no comments before the OB takes action on the ROPS?
	A: The A-C will be reviewing the AUP to determine if there are items that should be removed and would recommend that OBs also take the results of the AUP into consideration before approving their ROPS. For the next ROPS period the A-C has until October 1, 2012 to provide comments. For subsequent ROPS, the A-C must provide OBs with a notice of objections 60 days before the allocation dates, pursuant to HSC Section 34182.5.
	Q: If the Successor Agency (SA) borrowed money from the Low- and Moderate-Income Housing Fund (LMIHF) to pay SERAF obligations but the item was rejected by the DOF on a prior ROPS, can it be listed on ROPS3?
	A: Yes, you can list this item on ROPS 3.
	Q: What is the expected impact of the required approval of ROPS 4 in March 2013 and the Finding of Completion (FOC) review deadlines?
	A: The timeline for these tasks is very close together, which simply means that Oversight Boards will be very busy during that period of time.
	Q: A letter was received from the DOF, dated July 12, 2012, stating that requests to reconsider denied or disputed items will be addressed in the DOF's January through June 2013 ROPS 3 process. Would this give Successor Agencies an opportunity to consult with DOF on these items in the meet and confer process?
	A: Yes, that is correct.
Training	Q: How can I get a copy of the Webinar presentation?
	A: A copy of the presentation will be emailed to all Webinar participants and will also be posted on our Redevelopment Dissolution Website ( <a href="http://redevelopmentdissolution.lacounty.gov">http://redevelopmentdissolution.lacounty.gov</a> ).
	Q: Why is the annotated version of AB 1484 the pre-adopted bill amended on June 25 instead of the enrolled bill? Did anything change in between?
	A: The annotated version of AB 1484 is the latest and most accurate version of the legislation and is the same as the signed version except for some formatting changes.
	Q: Was the Webinar only offered to County Appointees? If so, should other OB members be notified to watch the Webinar video on the county website?
	A: The training and associated materials provided by the county are available to all OB members regardless of who appointed them, and an invitation to participate in the Webinar was sent out to all members of each OB.

Topic	Questions and Answers
	Q: Is there a way to contact somebody at the county to answer questions about redevelopment dissolution, or to submit further questions after the webinar?
	A: Yes. The best way to submit questions to the LA County Redevelopment Dissolution Team is to send an email to <a href="mailto:oversightboard@ceo.lacounty.gov">oversightboard@ceo.lacounty.gov</a> .
	Q: Where can I find more information on redevelopment dissolution?
	A: Additional information on redevelopment dissolution is available on the following websites:
	<ul> <li><u>California Department of Finance</u></li> </ul>
	• <u>LA County Auditor-Controller</u>
	<ul> <li>LA County Redevelopment Dissolution Team</li> </ul>

### Abbreviations:

- A-C: Los Angeles County Auditor-Controller
- ACA: Administrative Cost Allowance
- ATE: Affected Taxing Entities
- AUP: Agreed-Upon Procedures Audit
- DDR: Due Diligence Review
- DOF: California Department of Finance
- EO: Enforceable Obligation
- FOC: Finding of Completion
- HSC: Health and Safety Code
- LMIHF: Low- and Moderate-Income Housing Fund
- LRPMP: Long-Range Property Management Plan
- OB: Oversight Board
- RDA: Redevelopment Agency
- ROPS: Recognized Obligation Payment Schedule
- SA: Successor Agency
- SERAF: Supplemental Education Revenue Augmentation Fund
- TAB: Tax Allocation Bond